

HIGH FIVE

CO-OP BREWERY

High Five Co-op Brewery Summary of Offering

High Five Co-op Brewery is raising capital to finance a microbrewery. The capital structure will be made up entirely on equity depending on the subscriptions received during the offering period. The offering presented by the High Five Co-op Brewery is as follows:

- A. The minimum investment in the co-op is \$100.00 for the purchase of one Class B Membership Interest Unit, as defined in the High Five Co-op Brewery Subscription Agreement.
- B. The minimum required subscription from all investors is \$55,000.00. In the event this amount is not received by the end of the offering, any investments made in the Co-op will be returned to the investor.
- C. Class B Membership Interest Units:
- Class B Membership Interest Unit means the non-voting ownership in the Co-op.
 - The class B Membership Interests shall receive designated payments over a period of time of ownership.
 - The payments will be made at least annually as the Board of Directors determine from time to time.
 - Class B Membership Interests shall not receive distributions of equity payments under the sharing ratio.
 - At the end of a five, six, or 7 year holding period from the date the Class B Membership Interest was issued, the Directors of the High Five Co-op Brewery may elect to terminate the ownership interest by the High Five Co-op Brewery paying the investor the full amount of their original investment, and the Class B Membership Interest Units shall revert back to the High Five Co-op Brewery. In the event neither party elects to terminate the ownership interest, either party may thereafter terminate the ownership interest upon 30 days' written notice to the other party.